

Joshua A. Sussberg, P.C.
KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900

Patrick J. Nash, Jr., P.C. (admitted *pro hac vice*)
Ross M. Kwasteniet, P.C. (admitted *pro hac vice*)
Christopher S. Koenig
Dan Latona (admitted *pro hac vice*)
KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP
300 North LaSalle Street
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200

Counsel to the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
)	
CELSIUS NETWORK LLC, <i>et al.</i> , ¹)	Case No. 22-10964 (MG)
)	
Debtors.)	(Jointly Administered)
)	

**NOTICE OF SECOND AMENDMENT
TO LIST OF ORDINARY COURSE PROFESSIONALS**

PLEASE TAKE NOTICE that on July 25, 2022, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Debtors’ Motion Authorizing the Retention and Compensation of Professionals Utilized in the Ordinary Course of Business* [Docket No. 190] (the “Motion”).²

PLEASE TAKE FURTHER NOTICE that on August 17, 2022, the Court entered the *Order Authorizing the Retention and Compensation of Professionals Utilized in the Ordinary*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); and Celsius US Holding LLC (7956). The location of Debtor Celsius Network LLC’s principal place of business and the Debtors’ service address in these chapter 11 cases is 50 Harrison Street, Suite 209F, Hoboken, New Jersey 07030.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

Course of Business [Docket No. 519] (the “Order”) approving the Motion, which included a nonexclusive list of the tier 1 ordinary course professionals (the “Tier 1 OCPs”) and the tier 2 ordinary course professionals (the “Tier 2 OCPs”), attached thereto as Exhibit 2 (the “Original Tier 1 OCP List”) and Exhibit 3 (the “Original Tier 2 OCP List”).

PLEASE TAKE FURTHER NOTICE that, pursuant to paragraph 3 of the Order, the Debtors are authorized to supplement the Original Tier 1 OCP List and the Original Tier 2 OCP List as necessary to add or remove OCPs without the need for any further hearing and without the need to file individual retention applications for newly added OCPs, by (i) including such OCPs on an amended version of the OCP List that is filed with the Court and served on the Notice Parties, and (ii) having such OCPs comply with the OCP Procedures.

PLEASE TAKE FURTHER NOTICE that, pursuant to paragraph 3 of the Order, on September 28, 2022, the Debtors filed the *Notice of Amendment to List of Ordinary Course Professionals* [Docket No. 919] to amend the Original Tier 2 OCP list to add professionals listed on Exhibit B thereto (the “Amended Tier 2 OCP List”).

PLEASE TAKE FURTHER NOTICE that the Debtors hereby further amend the Original Tier 1 OCP List as set forth on Exhibit A hereto (the “Amended Tier 1 OCP List”) to add Perkins Coie LLP. A redline of the Amended Tier 1 OCP List against the Original Tier 1 OCP List is attached hereto as Exhibit B.

PLEASE TAKE FURTHER NOTICE that the Debtors hereby further amend the Original Tier 2 OCP List as set forth on Exhibit C hereto (the “Second Amended Tier 2 OCP List”) to add the following: (a) Dearson, Levi & Pantz, PLLC; (b) McMillan LLP; (c) Middlebrooks Shapiro, P.C.; (d) Morris, Manning & Martin LLP; and (e) Walker

Morris LLP. A redline of the Second Amended Tier 2 OCP List against the Amended Tier 2 OCP List is attached hereto as **Exhibit D**.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order, notice of the Amended Tier 1 OCP List and Second Amended Tier 2 OCP List will be provided to the Notice Parties.

[Remainder of page intentionally left blank]

New York, New York
Dated: November 23, 2022

/s/ Joshua A. Sussberg

KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP

Joshua A. Sussberg, P.C.
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900
Email: jsussberg@kirkland.com

- and -

Patrick J. Nash, Jr., P.C. (admitted *pro hac vice*)
Ross M. Kwasteniet, P.C. (admitted *pro hac vice*)
Christopher S. Koenig
Dan Latona (admitted *pro hac vice*)
300 North LaSalle Street
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200
Email: patrick.nash@kirkland.com
ross.kwasteniet@kirkland.com
chris.koenig@kirkland.com
dan.latona@kirkland.com

Counsel to the Debtors and Debtors in Possession

Exhibit A

Amended Tier 1 OCP List

Tier 1 Ordinary Course Professional

NAME	ADDRESS	TYPE OF SERVICE
TAYLOR WESSING LLP	5 NEW STREET SQUARE LONDON, UNITED KINGDOM EC4A 3TW	LEGAL
PERKINS COIE LLP	1201 THIRD AVENUE SUITE 4900 SEATTLE, WASHINGTON 98101	LEGAL

Exhibit B

Redline

Tier 1 Ordinary Course Professional

NAME	ADDRESS	TYPE OF SERVICE
TAYLOR WESSING LLP	5 NEW STREET SQUARE LONDON, UNITED KINGDOM EC4A 3TW	LEGAL
<u>PERKINS COIE LLP</u>	<u>1201 THIRD AVENUE</u> <u>SUITE 4900</u> <u>SEATTLE, WASHINGTON 98101</u>	<u>LEGAL</u>

Exhibit C

Second Amended Tier 2 OCP List

Tier 2 Ordinary Course Professionals

NAME	ADDRESS	TYPE OF SERVICE
A. GEORGIU & CO LLC	KREMASTIS RODOU 62, OFFICE 102 4620, EPISKOPI, LIMASSOL, CYPRUS	LEGAL
BUCKLEY LLP	2001 M STREET NORTHWEST STE. 500 WASHINGTON, DC 20036	LEGAL
CMS CAMERON MCKENNA NABARRO OLSWANG LLP	78 CANNON STREET LONDON, UNITED KINGDOM EC4N 6AF	LEGAL
HOLLEY NETHERCOTE PTY LTD	140 WILLIAM STREET LEVEL 22, VIC MELBOURNE, AUSTRALIA 3000	LEGAL
JACKSON LEWIS P.C.	666 THIRD AVENUE 29TH FLOOR NEW YORK, NY 10017	LEGAL
MCCARTHY TETRAULT LLP	BOX 48, SUITE 5300 TORONTO-DOMINION BANK TOWER TORONTO, ON CANADA M5K 1E6	LEGAL
ADVOKATŲ KONTORA SORAINEN IR PARTNERIAI	LT-01110 VILNIUS LITHUANIA	LEGAL
WILSON SONSINI GOODRICH & ROSATI	650 PAGE MILL ROAD PALO ALTO, CA 94304-1050	LEGAL
CONYERS DILL & PEARMAN	COMMERCE HOUSE WICKHAMS CAY 1 PO BOX 3140 ROAD TOWN, TORTOLA BRITISH VIRGIN ISLANDS VG1110	LEGAL
DEARSON, LEVI & PANTZ, PLLC	800 CONNECTICUT AVENUE, NW SUITE 300 WASHINGTON, DC 20006	LEGAL
MCMILLAN LLP	BROOKFIELD PLACE 181 BAY STREET SUITE 4400 TORONTO, ON, CANADA M5J 2T3	LEGAL

MIDDLEBROOKS SHAPIRO, P.C.	841 MOUNTAIN AVENUE FIRST FLOOR SPRINGFIELD, NJ 07081	LEGAL
MORRIS, MANNING & MARTIN, LLP	1600 ATLANTA FINANCIAL CENTER 3343 PEACHTREE ROAD, NE ATLANTA GA 30326	LEGAL
WALKER MORRIS LLP	33 WELLINGTON STREET LEEDS, UNITED KINGDOM LS1 4DL	LEGAL

Exhibit D

Redline

Tier 2 Ordinary Course Professionals

NAME	ADDRESS	TYPE OF SERVICE
A. GEORGIU & CO LLC	KREMASTIS RODOU 62, OFFICE 102 4620, EPISKOPI, LIMASSOL, CYPRUS	LEGAL
BUCKLEY LLP	2001 M STREET NORTHWEST STE. 500 WASHINGTON, DC 20036	LEGAL
CMS CAMERON MCKENNA NABARRO OLSWANG LLP	78 CANNON STREET LONDON, UNITED KINGDOM EC4N 6AF	LEGAL
HOLLEY NETHERCOTE PTY LTD	140 WILLIAM STREET LEVEL 22, VIC MELBOURNE, AUSTRALIA 3000	LEGAL
JACKSON LEWIS P.C.	666 THIRD AVENUE 29TH FLOOR NEW YORK, NY 10017	LEGAL
MCCARTHY TETRAULT LLP	BOX 48, SUITE 5300 TORONTO-DOMINION BANK TOWER TORONTO, ON CANADA M5K 1E6	LEGAL
ADVOKAT KONTORA SORAINEN IR PARTNERIAI	LT-01110 VILNIUS LITHUANIA	LEGAL
WILSON SONSINI GOODRICH & ROSATI	650 PAGE MILL ROAD PALO ALTO, CA 94304-1050	LEGAL
CONYERS DILL & PEARMAN	COMMERCE HOUSE WICKHAMS CAY 1 PO BOX 3140 ROAD TOWN, TORTOLA BRITISH VIRGIN ISLANDS VG1110	LEGAL
<u>DEARSON, LEVI & PANTZ, PLLC</u>	<u>800 CONNECTICUT AVENUE, NW</u> <u>SUITE 300</u> <u>WASHINGTON, DC 20006</u>	<u>LEGAL</u>
<u>MCMILLAN LLP</u>	<u>BROOKFIELD PLACE</u> <u>181 BAY STREET</u> <u>SUITE 4400</u> <u>TORONTO, ON, CANADA</u> <u>M5J 2T3</u>	<u>LEGAL</u>

<u>MIDDLEBROOKS SHAPIRO, P.C.</u>	<u>841 MOUNTAIN AVENUE</u> <u>FIRST FLOOR</u> <u>SPRINGFIELD, NJ 07081</u>	<u>LEGAL</u>
<u>MORRIS, MANNING & MARTIN, LLP</u>	<u>1600 ATLANTA FINANCIAL CENTER</u> <u>3343 PEACHTREE ROAD, NE</u> <u>ATLANTA GA 30326</u>	<u>LEGAL</u>
<u>WALKER MORRIS LLP</u>	<u>33 WELLINGTON STREET</u> <u>LEEDS, UNITED KINGDOM</u> <u>LS1 4DL</u>	<u>LEGAL</u>